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Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (original) A compound of Formula I

$$R^1$$
 $O-R^5$
 R^2
 O
 R^4

I

or a pharmaceutically acceptable salt thereof, wherein

R1 is selected from the group consisting of:

- (a) $S(O)_2CH_3$,
- (b) $S(O)_2NH_2$,
- (c) $S(O)_2NHC(O)CF_3$,
- (d) $S(O)(NH)CH_3$,
- (e) $S(O)(NH)NH_2$,
- (f) $S(O)(NH)NHC(O)CF_3$,
- (g) P(O)(CH₃)OH, and
- (h) $P(O)(CH_3)NH_2$;

R² and R³ each are independently selected from the group consisting of:

- (a) hydrogen,
- (b) halo,
- (c) C₁₋₆alkoxy,
- (d) C₁₋₆alkylthio,
- (e) CN,
- (f) CF3,
- (g) C₁₋₆alkyl, and

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(h) N3;

R⁴ is selected from the group consisting of

- (a) hydrogen,
- (b) C₁₋₆alkyl, optionally substituted with 1-3 substituents independently selected from the group consisting of:
 - (i) halo,
 - (ii) phenyl, naphthyl or HET¹, each of said phenyl, naphthyl or HET¹ being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁-6alkyl, C₁-6alkoxy, C₁-6alkylthio, OH, CN, CF₃, and CO₂R⁶,
 - (iii) N(Rⁱ)Rⁱⁱ, wherein Rⁱ and Rⁱⁱ are each independently selected from the group consisting of hydrogen and C₁-4alkyl,
 - (iv) -CO₂Riii, wherein Riii is hydrogen or C₁-4alkyl,
- (c) phenyl, naphthyl or HET², each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁-6alkyl, C₁-6alkoxy, C₁-6alkylthio, OH, CN, CF₃, and CO₂R⁶;

R⁵ is selected from the group consisting of:

- (a) $-NO_S$,
- (b) $-C(O)-E-C_{1-1}Oalkyl-W-NO_{S}$,

(c)

$$\begin{array}{c} O & (R^a)_{0-3} \\ --C - E - C_{0-6} alkyl - Ar - C_{0-6} alkyl - W - NO_s \end{array}$$

wherein:

each s is independently 1 or 2,

E is a bond, oxygen, sulfur or -C(O)-O-,

each W is independently selected from the group consisting of:

- (1) oxygen,
- (2) sulfur,

(3)

$$CO_2R^b$$
 $-C$
 CO_2R^b

(4)

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$$\begin{array}{ccc} O & CO_2R^b \\ -C - C & -C \\ R^b \end{array}$$

Ar is selected from the group consisting of: phenyl, naphthyl and HET³,

each Ra is independently selected from the group consisting of:

- (1)halo.
- C₁-6alkyl, (2)
- C₁-6alkoxy, (3)
- (4) C₁-6alkylthio,
- OH, (5)
- CN. (6)
- CF₃, (7)
- CO₂R⁷, and (8)
- (9) C₀-6alkyl-W-NO_s;

each Rb is independently selected from the group consisting of:

- C₁-6alkyl, optionally substituted with 1-3 halo groups or optionally (1) substituted with phenyl, naphthyl or HET⁴, each of said phenyl, naphthyl or HET⁴ being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁-6alkyl, C1-6alkoxy, C1-6alkylthio, OH, CN, CF3, and CO2R8; and
- phenyl, naphthyl or HET⁵, each optionally substituted with 1-3 (2) substituents independently selected from the group consisting of: halo, C₁-6alkyl, C₁-6alkoxy, C₁-6alkylthio, OH, CN, CF₃, and CO₂R⁸;

R6, R7 and R8 are each independently selected from the group consisting of

- (a) hydrogen,
- (b) C₁-6alkyl; and

HET¹, HET², HET³, HET⁴ and HET⁵ are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl,

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hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothianyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

2. (original) A compound according to Claim 1 of Formula I

$$R^1$$
 $O-R^5$
 R^2
 O
 R^4
 I

or a pharmaceutically acceptable salt thereof, wherein

R1 is selected from the group consisting of:

- (a) $S(O)_2CH_3$
- (b) $S(O)_2NH_2$
- (c) S(O)2NHC(O)CF3,
- (d) S(O)(NH)CH3,
- (e) $S(O)(NH)NH_2$
- (f) S(O)(NH)NHC(O)CF3,
- P(O)(CH₃)OH, and (g)
- (h) P(O)(CH₃)NH₂:

R² and R³ each are independently selected from the group consisting of:

- (a) hydrogen,
- (b) halo,
- (c) C₁-6alkoxy,
- (d) C₁-6alkylthio,
- (e) CN,

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- (f) CF₃,
- (g) C₁-6alkyl, and
- (h) N₃;

R4 is selected from the group consisting of

- hydrogen,
- (b) C₁-6alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET¹, each of said phenyl, naphthyl or HET¹ being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C1-6alkyl, C1-6alkoxy, C1-6alkylthio, OH, CN, CF3, and CO2R6;
- phenyl, naphthyl or HET2, each optionally substituted with 1-3 substituents (c) independently selected from the group consisting of: halo, C1-6alkyl, C1-6alkoxy, C1-6alkylthio, OH, CN, CF3, and CO2R6;

R⁵ is selected from the group consisting of:

- (a) $-NO_{S}$
- -C(O)-E-C₁₋₁₀alkyl-W-NO_s, (b)

(c)

$$\begin{array}{ccc} O & (R^a)_{0-3} \\ --C - E - C_{0-6} alkyl - Ar - C_{0-6} alkyl - W - NO_s \end{array}$$

wherein:

each s is independently 1 or 2,

E is a bond, oxygen, sulfur or -C(O)-O-,

each W is independently selected from the group consisting of:

- (1) oxygen,
- (2) sulfur,

(3)

$$CO_2R^b$$
 $-C$
 CO_2R^b

$$\begin{array}{c} CO_{2}R^{b} \\ -C - \\ CO_{2}R^{b}, \\ CO_{2}R^{b}, \\ \end{array}$$

$$\begin{array}{c} CO_{2}R^{b} \\ -CO_{2}R^{b}, \\ -CO_{2}R^{b}, \\ \end{array}$$

Ar is selected from the group consisting of: phenyl, naphthyl and HET³,

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each Ra is independently selected from the group consisting of:

(1) halo,

- (2) C₁₋₆alkyl,
- (3) C₁₋₆alkoxy,
- (4) C₁₋₆alkylthio,
- (5) OH,
- (6) CN,
- (7) CF3,
- (8) CO_2R^7 , and
- (9) C_{0-6} alkyl-W- NO_{s} ;

each Rb is independently selected from the group consisting of:

- (1) C₁₋₆alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET⁴, each of said phenyl, naphthyl or HET⁴ being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁₋₆alkyl, C₁₋₆alkoxy, C₁₋₆alkylthio, OH, CN, CF₃, and CO₂R⁸; and
- phenyl, naphthyl or HET⁵, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁-6alkyl, C₁-6alkoxy, C₁-6alkylthio, OH, CN, CF₃, and CO₂R⁸;

R6, R7 and R8 are each independently selected from the group consisting of

- (a) hydrogen,
- (b) C₁₋₆alkyl; and

HET1, HET2, HET3, HET4 and HET5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydrooxazolyl, dihydroixoxazolyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydropyrrolyl, dihydropyrimidinyl, dihydropyrrolyl, dihydropyrimidinyl, dihydropyrrolyl,

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dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothiazolyl, dihydrothiazolyl, dihydrothiazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

3. (original) The compound according to Claim 2 wherein

R1 is S(O)2CH3, and

1. 3. 1. 3. 3.

R² and R³ are both hydrogen.

4. (original) The compound according to Claim 3 wherein:

 R^4 is C_{1-6} alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1 , each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6} alkyl, C_{1-6} alkoxy, C_{1-6} alkylthio, OH, CN, CF3, and CO_2R^6 ;

R6 is selected from the group consisting of

- (a) hydrogen,
- (b) C₁₋₆alkyl; and

HET¹ is selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrrazinyl, dihydropyrazinyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

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5. (original) The compound according to Claim 4 wherein R⁴ is methyl, ethyl, propyl or isopropyl.

6. (original) The compound according to Claim 3 wherein:

R⁴ is phenyl, naphthyl or HET², each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁₋₆alkyl, C₁₋₆alkoxy, C₁₋₆alkylthio, OH, CN, CF₃, and CO₂R⁶;

R6 is selected from the group consisting of

(a) hydrogen,

1 1 1

(b) C₁₋₆alkyl; and

HET² is selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydropyrimidinyl, dihydropyrrolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydrothiazolyl, dihydr

- 7. (original) The compound according to Claim 3 wherein R^5 is -NO_S, wherein s is 1 or 2.
- 8. (original) The compound according to Claim 3 wherein R^5 is -C(O)-E-C₁₋₁₀alkyl-W-NO_S, wherein:

s is 1 or 2,

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E is a bond, oxygen, sulfur or -C(O)-O-, W is selected from the group consisting of:

(1) oxygen,

(2) sulfur,

(3)

$$CO_2R^b$$
 $-C$
 CO_2R^b

(4)

$$\begin{array}{ccc}
O & CO_2R^b \\
-C - C - C - C - C - C
\end{array}$$

each Rb is independently selected from the group consisting of:

- (1) C₁₋₆alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET⁴, each of said phenyl, naphthyl or HET⁴ being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁₋₆alkyl, C₁₋₆alkoxy, C₁₋₆alkylthio, OH, CN, CF₃, and CO₂R⁸; and
- phenyl, naphthyl or HET⁵, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁-6alkyl, C₁-6alkoxy, C₁-6alkylthio, OH, CN, CF₃, and CO₂R⁸;

 R^8 is selected from the group consisting of

- (a) hydrogen and
- (b) C₁₋₆alkyl; and

HET⁴ and HET⁵ are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl,

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dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroixadiazolyl, dihydroixadiazolyl, dihydroixadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothiazolyl, dihydrothiazolyl, dihydrothiazolyl, dihydrofuranyl, and tetrahydrothienyl.

9. (original) The compound according to Claim 8 wherein:

E is a bond or oxygen;

s is 2;

W is oxygen; and

R⁴ is hydrogen, methyl, ethyl, propyl or isopropyl.

10. (original) The compound according to Claim 3 wherein R⁵ is

$$\begin{array}{c} O \\ -C \\ -E \\ -C_{0\text{-}6}\\ alkyl \\ \hline \end{array} \\ \begin{array}{c} (R^a)_{0\text{-}3} \\ -C_{0\text{-}6}\\ alkyl \\ -W \\ -NO_s \end{array}$$

wherein:

each s independently 1 or 2,

E is a bond, oxygen, sulfur or -C(O)-O-,

each W is independently selected from the group consisting of:

- (1) oxygen,
- (2) sulfur,
- $\begin{array}{c} \text{CO}_2\text{R}^b \\ -\overset{\mid}{\text{CO}_2}\text{R}^b \end{array}$

(4)

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$$\begin{array}{ccc}
O & CO_2R^b \\
-C - C - C - R^b
\end{array}$$

each Ra is independently selected from the group consisting of:

- (1) halo,
- (2) C₁₋₆alkyl,
- (3) C₁₋₆alkoxy,
- (4) C₁₋₆alkylthio,
- (5) OH,
- (6) CN,
- (7) CF3,
- (8) CO_2R^7 , and
- (9) C_{0-6} alkyl-W- NO_{S} ;

each Rb is independently selected from the group consisting of:

- (1) C₁₋₆alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET⁴, each of said phenyl, naphthyl or HET⁴ being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁₋₆alkyl, C₁₋₆alkoxy, C₁₋₆alkylthio, OH, CN, CF₃, and CO₂R⁸; and
- phenyl, naphthyl or HET⁵, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁-6alkyl, C₁-6alkoxy, C₁-6alkylthio, OH, CN, CF₃, and CO₂R⁸;

R⁷ and R⁸ is selected from the group consisting of

- (a) hydrogen and
- (b) C₁₋₆alkyl; and

HET⁴ and HET⁵ are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl,

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pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydropyrazinyl, dihydropyrazinyl, dihydropyridinyl, dihydropyridinyl, dihydropyridinyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothiayl, and tetrahydrothienyl.

11. (original) A compound according to Claim 2 of Formula II

or a pharmaceutically acceptable salt thereof, wherein

R⁴ is selected from the group consisting of:

- (a) C₁₋₆alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET¹, each of said phenyl, naphthyl or HET¹ being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁₋₆alkyl, C₁₋₆alkoxy, C₁₋₆alkylthio, OH, CN, CF₃, and CO₂R⁶;
- (b) phenyl, naphthyl or HET2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁-6alkyl, C₁-6alkoxy, C₁-6alkylthio, OH, CN, CF₃, and CO₂R⁶;

R6 is selected from the group consisting of

- (a) hydrogen and
- (b) C₁₋₆alkyl;

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HET¹ and HET² are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydropyridinyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

12. - 14. (canceled)

15. (original) A compound according to Claim 2 of Formula III

$$CH_3SO_2$$
 $V-NO_6$
 C_{0-6} alkyl

or a pharmaceutically acceptable salt thereof, wherein

R⁴ is selected from the group consisting of:

(a) C₁₋₆alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET¹, each of said phenyl, naphthyl or

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HET¹ being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C1-6alkyl, C1-6alkoxy, C1-6alkylthio, OH, CN, CF3, and CO2R6;

(b) phenyl, naphthyl or HET2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁-6alkyl, C₁-6alkoxy, C₁-6alkylthio, OH, CN, CF₃, and CO₂R⁶;

R6 is selected from the group consisting of

- (a) hydrogen,
- (b) C₁-6alkyl;

Ra is hydrogen or Co-6alkyl-W-NOs.

each s is independently 1 or 2,

each W is independently selected from the group consisting of:

- (1) oxygen,
- (2) sulfur,

(3)

$$CO_2R^b$$
 $-C$
 CO_2R^b

$$CO_2R^b$$
 $-C$
 CO_2R^b
 CO_2R^b
 $-C$
 CO_2R^b

each Rb is independently selected from the group consisting of:

- C₁₋₆alkyl, optionally substituted with 1-3 halo groups or optionally (1) substituted with phenyl, naphthyl or HET⁴, each of said phenyl, naphthyl or HET⁴ being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C1-6alkyl, C1-6alkoxy, C1-6alkylthio, OH, CN, CF3, and CO2R8; and
- phenyl, naphthyl or HET⁵, each optionally substituted with 1-3 substituents (2) independently selected from the group consisting of: halo, C1-6alkyl, C1-6alkoxy, C₁-6alkylthio, OH, CN, CF₃, and CO₂R⁸;

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R8 is selected from the group consisting of

- (a) hydrogen,
- (b) C₁₋₆alkyl; and

HET¹, HET², HET⁴ and HET⁵ are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroixazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydrooxazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

16.-19. (canceled)

20. (original) A compound according to Claim 2 of Formula IV

or a pharmaceutically acceptable salt thereof, wherein

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R⁴ is selected from the group consisting of:

-

- (a) C₁₋₆alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET¹, each of said phenyl, naphthyl or HET¹ being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁₋₆alkyl, C₁₋₆alkoxy, C₁₋₆alkylthio, OH, CN, CF₃, and CO₂R⁶;
- (b) phenyl, naphthyl or HET², each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁-6alkyl, C₁-6alkoxy, C₁-6alkylthio, OH, CN, CF₃, and CO₂R⁶;

R⁶ is selected from the group consisting of

- (a) hydrogen,
- (b) C₁₋₆alkyl;

Ra is hydrogen or C₀₋₆alkyl-W-NO_S.

each s is independently 1 or 2;

each W is independently selected from the group consisting of:

- (1) oxygen,
- (2) sulfur,

(3)

$$CO_2R^b$$
 $-C$
 CO_2R^b

(4)

$$\begin{array}{c} O \quad CO_2R^b \\ -C-C-\\ R^b \end{array}$$

each Rb is independently selected from the group consisting of:

(1) C₁₋₆alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET⁴, each of said phenyl, naphthyl or HET⁴ being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁₋₆alkyl, C₁₋₆alkoxy, C₁₋₆alkylthio, OH, CN, CF₃, and CO₂R⁸; and

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phenyl, naphthyl or HET⁵, each optionally substituted with 1-3 substituents (2) independently selected from the group consisting of: halo, C1-6alkyl, C1-6alkoxy, C₁-6alkylthio, OH, CN, CF₃, and CO₂R⁸;

R⁸ is selected from the group consisting of

- (a) hydrogen,
- (b) C₁₋₆alkyl; and

HET¹, HET², HET⁴ and HET⁵ are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

21. (original) The compound according to Claim 20 of Formula IVa

$$CH_3SO_2$$
 O
 O
 O
 NO_s
 O
 R^4
 O
 IVa

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or a pharmaceutically acceptable salt thereof, wherein

R⁴ is selected from the group consisting of:

- C₁-6alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET1, each of said phenyl, naphthyl or HET¹ being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C1-6alkyl, C1-6alkoxy, C1-6alkylthio, OH, CN, CF3, and CO2R6;
- phenyl, naphthyl or HET2, each optionally substituted with 1-3 substituents (b) independently selected from the group consisting of: halo, C₁-6alkyl, C₁-6alkoxy, C1-6alkylthio, OH, CN, CF3, and CO2R6;

R⁶ is selected from the group consisting of

- (a) hydrogen,
- (b) C₁-6alkyl;

Ra is hydrogen or C₀-6alkyl-W-NO_S.

each s is independently 1 or 2;

each W is independently selected from the group consisting of:

- (1) oxygen,
- (2) sulfur,

(3)

$$CO_2R^b$$
 $-C$
 CO_2R^b

$$\begin{array}{c} CO_2R^{\mathfrak{d}} \\ -C - \\ CO_2R^{\mathfrak{b}}, \end{array}$$
 $\begin{array}{c} O \quad CO_2R^{\mathfrak{b}} \\ -C - C - \\ R^{\mathfrak{b}}, \end{array}$

each Rb is independently selected from the group consisting of:

C₁₋₆alkyl, optionally substituted with 1-3 halo groups or optionally (1) substituted with phenyl, naphthyl or HET⁴, each of said phenyl, naphthyl or HET⁴ being optionally substituted with 1-3 substituents independently

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selected from the group consisting of: halo, C₁-6alkyl, C₁-6alkoxy, C₁-6alkylthio, OH, CN, CF₃, and CO₂R⁸; and

phenyl, naphthyl or HET⁵, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C₁₋₆alkyl, C₁₋₆alkoxy, C₁₋₆alkylthio, OH, CN, CF₃, and CO₂R⁸;

R8 is selected from the group consisting of

- (a) hydrogen,
- (b) C₁₋₆alkyl; and

HET1, HET2, HET4 and HET5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroimidazolyl, dihydrooxadiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

22.-25. (canceled)

- 26. The compound according to Claim 1 wherein: R⁴ is C₁₋₆alkyl, monosubstituted with
 - (i) N(Ri)Rii, wherein Ri and Rii are each independently selected from the group consisting of hydrogen and C1-4alkyl or
 - (ii) -CO₂Riii, wherein Riii is hydrogen or C₁-4alkyl.
 - 27. A compound selected from the following group:

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$$MeO_2S$$
 ONO₂

thereof,

or a pharmaceutically acceptable salt

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or a pharmaceutically acceptable salt thereof,

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$$\begin{array}{c|c}
O & O_2NO \\
O & O_2NO$$

or a pharmaceutically acceptable salt

thereof,

or a pharmaceutically acceptable salt

thereof,

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thereof, and

28.-31. (canceled)

32. A method for treating a chronic cyclooxygenase-2 mediated disease or condition and reducing the risk of a thrombotic cardiovascular event in a human patient in need of such treatment and at risk of a thrombotic cardiovascular event comprising orally concomitantly or sequentially administering to said patient a compound according to Claim 1 in an amount effective to treat the cyclooxygenase-2 mediated disease or condition and aspirin in an amount effective to reduce the risk of the thrombotic cardiovascular event.

33.-40. (canceled)

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41. (currently amended) A pharmaceutical composition comprising a compound of formula I according to any one of claims claim 1 to 27, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

42. – 44. (canceled)